

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE		PAGE OF PAGES 1 2		
2. AMENDMENT/MODIFICATION NO. P00038		3. EFFECTIVE DATE SEE BLOCK 16C		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (If applicable)	
6. ISSUED BY COMMANDER, 02-21J SPACE AND NAVAL WARFARE SYSTEMS COMMAND 4301 PACIFIC HIGHWAY SAN DIEGO, CA 92110-3127 M. Radi, 02-21J, (619) 524-7163, marc.radi@navy.mil		CODE N00039		7. ADMINISTERED BY (If other than Item 6) DCM Boston GD Government Systems Corporation 77 "A" Street Needham MA 02194-2892		CODE S2203A	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) General Dynamics Network Systems Inc. 77 "A" Street Needham Heights, MA 02194-2892				<input checked="" type="checkbox"/>		9A. AMENDMENT OF SOLICITATION NO.	
						9B. DATED (SEE ITEM 11)	
				<input checked="" type="checkbox"/>		10A. MODIFICATION OF CONTRACT/ORDER NO. N68939-97-D-0041	
						10B. DATED (SEE ITEM 13) 29 July 1997	
CODE 2D423		FACILITY CODE					

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter of telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

To Be Specified on the Individual Delivery Orders

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS.

IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

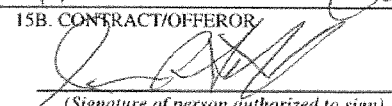
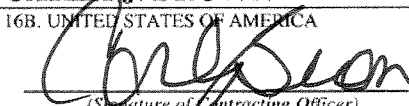
<input checked="" type="checkbox"/>	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. (Specify authority) THE CHANGES
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b)
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: MUTUAL AGREEMENT OF THE PARTIES
	D. OTHER

E. IMPORTANT: Contractor is not **X** is required to sign this document and return 1 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

SEE ATTACHED PAGE

Continued on Page 2

15A. NAME AND TITLE OF SIGNER (Type of print): KL JAMES SILLS CONTRACT MGR		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) CARLA J. BROWN	
15B. CONTRACT/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 7/25/03	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 7/29/03

1. Under Part I, pursuant to clause I9 FAR 52.217-9 Option to Extend the Term of the Contract (MAR 89), this modification exercises the Option for Contract Year 7 (CY7) for the period of 29 July 2003 through 28 July 2004 as indicated below.
2. As a result of exercising the option for Contract Year 7, all the pricing exhibits (B tables, see below) are replaced in their entirety and are available on the World Wide Web at (<http://www.it-umbrella.navy.mil>).

Exhibit B_A1A-P38 Digital Switching Systems

Exhibit B_A1B-P38 Digital Switching Systems Upgrades

Exhibit B_A1C-P38 Phones

Exhibit B_A1D-P38 Sonet

Exhibit B_A1E-P38 Enterprise Connectivity, Interoperability, Communications and Management

Exhibit B_A1F-P38 MOE

Exhibit B_A1G-P38 Ship to Shore Connectivity

Exhibit B_A3-P38 Cabling

Exhibit B_B1-P38 Maintenance Services

Exhibit B_B2-P38 Maintenance Rapid Response

Exhibit B_C-P38 Training

Exhibit B_D1A-P38 Labor

Exhibit B_D1B-P38 Manuals

Exhibit B_D1C-P38 Reqmts Analysis

Exhibit B_D2-P38 Custom Outsourcing

Exhibit B_E1-P38 ODCs

3. Except as provided herein, all other terms and conditions of N68939-97-D-0041 remain unchanged and in full force and effect.